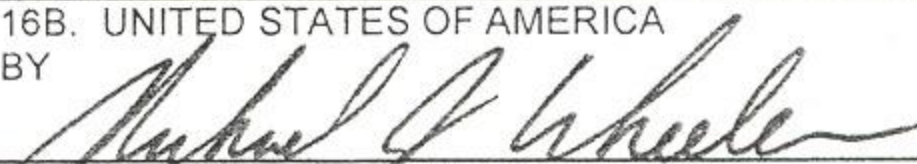


AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. CONTRACT ID CODE		PAGE OF PAGES 1 6	
2. AMENDMENT/MODIFICATION NO. 325		3. EFFECTIVE DATE See Block 16C		4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO. (If applicable)	
6. ISSUED BY John F. Kennedy Space Center, NASA Procurement Office Kennedy Space Center, FL 32899				7. ADMINISTERED BY (If other than Item 6)			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code) Space Gateway Support 2411 Dulles Corner Park, Suite 500 Herndon, VA 20171-3430				9A. AMENDMENT OF SOLICITATION NO.			
				9B. DATED (SEE ITEM 11)			
				10A. MODIFICATION OF CONTRACT/ORDER NO. NAS10-99001			
				10B. DATED (SEE ITEM 13) August 21, 1998			
CODE		FACILITY CODE					
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning ____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
1. ACCOUNTING AND APPROPRIATION DATA (If required)							
13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.							
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.							
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).							
X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Unilateral Modification in accordance with Attachment J8, JBOSC Award Fee Evaluation Plan							
D. OTHER (Specify type of modification and authority)							
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return __ copies to the issuing office.							
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)							
The purpose of this modification is to revise Articles B-3 and B-4 to reflect the amount of award fee earned as determined by the Fee Determination Official on November 3, 2005, for the period April 1, 2005 through September 30, 2005. Award fee in the amount of \$9,194,344 has been earned for the stated period for PEF, CES & SEF. The total available award fee pool is reduced by \$909,331 from \$10,103,675 to \$9,194,344. NOTE: EARNED AND PROVISIONAL AWARD FEE PAYMENT DISBURSED TO DATE IN THE AMOUNT OF \$98,054,479, IS DEDUCTED FROM THE EARNED AWARD FEE THROUGH AWARD FEE PERIOD 14 OF \$99,768,362. A NET PAYMENT OF \$1,713,883 is due. As a result of the above changes, Articles B-3, B-4 and G-2 are revised. All other terms and conditions of the contract remain unchanged. Award Fee numbers were based upon mod 324. <div style="text-align: center;">End of Modification</div>							
CONTRACTOR'S COPY							
15A. NAME AND TITLE OF SIGNER (Type or print)				16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print)			
				Michael J. Wheeler Contracting Officer			
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED		16B. UNITED STATES OF AMERICA BY		16C. DATE SIGNED	
(Signature of person authorized to sign)				 (Signature of Contracting Officer)		Nov 9, 2005	

ARTICLE B-3 CONTRACT VALUE			
<u>Basic Period Sep 98-30 Sep 03</u>			
The contract value is summarized below:			
Contract Period	Estimated Cost	Available Award Fee*	Contract Value
Phase-In Period (Sept 1998)	\$1,113,486		\$1,113,486
Basic Period Thru 322			
10/01/98-09/30/00	\$396,471,193	\$23,312,101	\$419,783,294
Neg. Cost Overrun MOD 135	\$9,200,000	\$0	\$9,200,000
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			\$0
Total FY99-FY00	\$405,671,193	\$23,312,101	\$428,983,294
		\$0	
(10/01/00-09/30/01)	\$215,635,121	\$13,048,265	\$228,683,386
Neg. Cost Overrun MOD 135	\$18,804,377	\$0	\$18,804,377
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			\$0
Total FY01	\$234,439,498	\$13,048,265	\$247,487,763
(10/01/01-09/30/02)	\$233,942,456	\$14,086,472	\$248,028,928
Neg. Cost Overrun MOD 135	\$19,865,904	\$0	\$19,865,904
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			\$0
Total FY02	\$253,808,360	\$14,086,472	\$267,894,832
(10/01/02-09/30/03)	\$247,144,970	\$15,284,691	\$262,429,661
Neg. Cost Overrun MOD 135	\$22,426,471	\$0	\$22,426,471
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			-
Total FY03	\$269,571,441	\$15,284,691	\$284,856,132
TOTAL BASIC PERIOD	\$1,164,603,978	\$65,731,529	\$1,230,335,507
<u>Option Period 1 Oct 03 - 30 Sept 04</u>			
Option 1A			
(10/01/03-09/30/04)	\$243,940,799	\$15,307,320	\$259,248,119
Neg. Cost Overrun MOD 135	\$22,135,767	\$0	\$22,135,767
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			\$0
Total FY04	\$266,076,566	\$15,307,320	\$281,383,886
Option 3BA			
(10/01/03-09/30/04)	\$2,322,030	\$185,762	\$2,507,792
Option 5BA			
(10/01/03-09/30/04)	\$321,092	\$25,687	\$346,779
TOTAL OPTION 1A PERIOD	\$268,719,688	\$15,518,769	\$284,238,457

<u>Option Period 1 Oct 04 - 30 Sept 06</u>			
Contract Period	Estimated Cost	Available Award Fee*	Contract Value
Options Thru Mod 325			
OPTION 1B			
(10/01/04-09/30/05)	\$295,554,099	\$19,209,596	\$314,763,695
Neg. Cost Overrun MOD 135	\$25,895,945	\$0	\$25,895,945
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No. 325		(\$909,331)	(\$909,331)
Total FY05	\$321,450,044	\$18,300,265	\$339,750,309
(10/01/05-09/30/06)	\$261,648,043	\$17,165,542	\$278,813,585
Neg. Cost Overrun MOD 135	\$29,101,654	\$0	\$29,101,654
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			\$0
Total FY06	\$290,749,697	\$17,165,542	\$307,915,239
Option 3BB			
10/01/04-09/30/05	\$2,391,149	\$191,292	\$2,582,441
10/01/05-09/30/06	\$2,477,883	\$198,231	\$2,676,114
Total Option 3BB	\$4,869,032	\$389,523	\$5,258,555
Option 5BB			
10/01/04-09/30/05	\$331,342	\$26,507	\$357,849
10/01/05-09/30/06	\$331,781	\$26,542	\$358,323
Total Option 5BB	\$663,123	\$53,049	\$716,172
TOTAL OPTION 1B Period	\$617,731,896	\$35,908,379	\$653,640,275
TOTAL CONTRACT			
VALUE SEP98-SEP06	\$2,051,055,562	\$117,158,677	\$2,168,214,239
*Earned fees for past periods plus the available fees for future periods.			
Exercised options are moved above the Total Contract Value Line.			
<u>Option Periods 1 Oct 06 - 30 Sep 08</u>			
Contract Period	Estimated Cost	Available Award Fee*	Contract Value
OPTION 1C			
(10/01/06-9/30/07)	\$266,310,305	\$17,453,647	\$283,763,952
Neg. Cost Overrun MOD 135	\$31,867,270	\$0	\$31,867,270
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			\$0
Total FY07	\$298,177,575	\$17,453,647	\$315,631,222
(10/01/07-9/30/08)	\$273,299,553	\$17,902,522	\$291,202,075
Neg. Cost Overrun MOD 135	\$33,448,837	\$0	\$33,448,837
Cost Overrun	\$0	\$0	\$0
Mod No. Cost Overrun			\$0
Mod No.			\$0
Total FY08	\$306,748,390	\$17,902,522	\$324,650,912

	Option Periods 1 Oct 06 - 30 Sep 08 Cont.		
Option 3BC			
10/01/06-09/30/07	\$2,539,810	\$203,185	\$2,742,995
10/01/07-09/30/08	\$2,621,598	\$209,728	\$2,831,326
Total Option 3BC	\$5,161,408	\$412,913	\$5,574,321
Option 4BB			
10/01/04-09/30/05	\$0	\$0	\$0
10/01/05-09/30/06	\$0	\$0	\$0
Total Option 4BB	\$0	\$0	\$0
Option 4BC			
10/01/06-09/30/07	\$775,654	\$62,053	\$837,707
10/01/07-09/30/08	\$775,654	\$62,052	\$837,706
Total Option 4BC	\$1,551,308	\$124,105	\$1,675,413
Option 5BC			
10/01/06-09/30/07	\$332,204	\$26,576	\$358,780
10/01/07-09/30/08	\$341,511	\$27,321	\$368,832
Total Option 5BC	\$673,715	\$53,897	\$727,612
TOTAL OPTION 1C Period	\$612,312,396	\$35,947,084	\$648,259,480
TOTAL CONTRACT			
VALUE INC. OPTIONS	\$2,663,367,958	\$153,105,761	\$2,816,473,719
*Earned fees for past periods plus the available fees for future periods			
Exercised options are moved above the Total Contract Value Line.			

ARTICLE B-4 AWARD FEE

The amount of award fee earned, if any, shall be determined in accordance with Section J, Attachment J-8, Award Fee Evaluation Plan, and other provisions of this contract as applicable. The following specifies by award fee period the amount of available award fee, the amount of earned award fee, and the award fee score.

BASIC PERIOD OF PERFORMANCE		Available Award Fee Through Mod 322	Total Award Fee For Mod 325	Adjusted Available Award Fee	Earned Award Fee Mod 322	Earned Award Fee Mod 325	Earned Award Fee	Award Fee Score and Mod
10/01/98	03/31/99	\$7,740,703		\$7,740,703	\$6,191,089		\$6,191,089	80% Mod 15
04/01/99	09/30/99	\$6,092,693		\$6,092,693	\$4,899,611		\$4,899,611	80% Mod 36
10/01/99	03/31/00	\$7,836,449		\$7,836,449	\$6,736,364		\$6,736,364	86% Mod 57
04/01/00	09/30/00	\$6,456,518		\$6,456,518	\$5,485,038		\$5,485,038	85% Mod 75
10/01/00	03/31/01	\$7,589,234		\$7,589,234	\$6,755,521		\$6,755,521	89% Mod 99
04/01/01	09/30/01	\$6,976,244		\$6,976,244	\$6,292,744		\$6,292,744	91%Mod118
10/01/01	03/31/02	\$5,883,911		\$5,883,911	\$5,352,593		\$5,352,593	91%Mod127
04/01/02	09/30/02	\$9,819,137		\$9,819,137	\$8,733,879		\$8,733,879	92%Mod147
10/01/02	03/31/03	\$8,112,819		\$8,112,819	\$7,595,617		\$7,595,617	94%Mod167
04/01/03	09/30/03	\$8,120,016		\$8,120,016	\$7,689,072		\$7,689,072	95%Mod194
10/01/03	03/31/04	\$7,893,918		\$7,893,918	\$7,558,198		\$7,558,198	96%Mod220
04/01/04	09/30/04	\$8,222,350		\$8,222,350	\$7,960,571		\$7,960,571	97%Mod248
10/01/04	03/31/05	\$10,025,507		\$10,025,507	\$9,323,721		\$9,323,721	93%Mod 283
04/01/05	09/30/05	\$10,103,675		\$10,103,675	\$10,103,675	(\$909,331)	\$9,194,344	91%Mod325
10/01/05	03/31/06	\$8,727,700		\$8,727,700				
04/01/06	09/30/06	\$8,662,615		\$8,662,615				
BASIC SUBTOTAL		\$128,263,489	\$0	\$128,263,489			\$117,158,677	Earned & Available
OPTION PERIOD								
10/01/06	03/31/07	\$8,718,009		\$8,718,009				
04/01/07	09/30/07	\$8,736,640		\$8,736,640				
10/01/07	03/31/08	\$8,940,574		\$8,940,574				
04/01/08	09/30/08	\$8,960,948		\$8,960,948				
OPTION SUBTOTAL		\$35,356,171	\$0	\$35,356,171				
GRAND TOTAL		\$163,619,660	\$0	\$163,619,660				

ARTICLE G-2		CONTRACT FUNDING				
Pursuant to FAR Clause 52.232.22, Limitation of Funds, funds presently allotted to this contract and the period through which they are estimated to be adequate are specified in the table below:						
The below table is created with the beginning values based on modification 314						
					Total	
			Funded	Funded	Funded	ADEQUATE
As of MOD		<u>Contract Value</u>	<u>Cost</u>	<u>Fee</u>	<u>Cost/Fee</u>	<u>THROUGH</u>
Subtotal as						
of Mod 314		\$2,167,434,213	\$1,756,421,206	\$141,531,159	\$1,897,952,365	12/9/2005
315		\$1,035,074				
316		\$351,698				
317		\$186,502				
318		(\$176,269)				
319		\$221,637				
320			3,379,977	270,398	3,650,375	
322		\$70,715				
324			\$8,092,038	\$647,363	\$8,739,401	
325		(\$909,331)				
TOTAL		\$2,168,214,239	\$1,767,893,221	\$142,448,920	\$1,910,342,141	